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**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

CHARLEAN FOSTER and JENNIFER)
WALCHESKI,)
individually and on behalf of a class,)

Plaintiffs,)

v.)

VELOCITY INVESTMENTS, LLC,)

Defendant.)

07 C 824
Judge Hibbler

FINAL ORDER

This matter coming before the Court on the parties' request for final approval of a Class Settlement Agreement ("Agreement") between plaintiffs, Charlean Foster and Jennifer Walcheski ("Plaintiffs") and defendant, Velocity Investments, LLC ("Defendant") and notice to the class:

1. On April 25, 2008, the Court approved the Preliminary Settlement Agreement reached between Plaintiffs, Charlean Foster and Jennifer Walcheski, and Defendant, Velocity Investments, LLC. The Court approved a form of notice for mailing to the class. The Court is informed that actual notice was sent by first class mail to approximately 244 class members by First Class, Inc. A total of 47 envelopes were returned by the United States Postal Service, 1 of which was returned with a forwarding addresses and re-mailed. No class members requested exclusion and no objections were filed or received. A total of 32 class members timely returned the proof of claim form and are therefore entitled to a share of the monetary benefits of the settlement.

2. On July 23, 2008 and again on August 6, 2008, the Court held fairness hearings to which class members, including any with objections, were invited. The Court, being fully advised in the premises, **HEREBY ORDERS THAT:**

3. The Court finds that provisions for notice to the class satisfy the requirements of Federal Rules of Civil Procedure 23 and due process.

4. The Court finds the settlement is fair and reasonable and hereby approves the Class Settlement Agreement submitted by the parties, including the Release and payment of a total of \$106,600.00. This settlement will be paid as follows:

- i. Plaintiff Charlean Foster will receive \$1,000 in settlement of her individual claim. Defendant will forgive the debt owed to it by Plaintiff Jennifer Walcheski and agrees not to sell it.
- ii. 236 class members shall each receive a \$300 credit on their account balances with Velocity. The total amount of the credits is \$70,800. 8 class members who timely submitted claim forms and who have a \$0 balance on their accounts will each receive one check for \$100, void 60 days after issuance. The combined amount of credits and cash to be paid to class members is \$71,600.
- iii. Plaintiffs' counsel has petitioned the court for attorney's fees and costs and expenses of this lawsuit in an amount of \$34,000. The Court finds plaintiffs' counsel's petition to be fair and reasonable. The Court awards attorney's fees and costs of \$34,000 to Edelman Combs Lattuner & Goodwin, LLC. The attorney's fees and costs awarded by the court shall be paid by check within seven (7) days of the Effective Date.
- iv. Any undistributed funds or uncashed checks will be distributed to the Legal Assistance Foundation of Metropolitan Chicago as a *cy pres* award.

5. Plaintiffs and the members of the class grant Defendant the following releases:

- (a) Plaintiffs hereby remise, release and forever discharge VELOCITY INVESTMENTS, LLC as well as the predecessors and successors in interests and present and former affiliates, subsidiaries, insurers, officers, directors, agents, employees, members, shareholders, general partners, limited partners, beneficiaries, representatives, heirs, attorneys, assigns, or entities for which the defendant performs portfolio servicing activities (including without limitation, any investors, trusts or similar entities) (collectively "Releasees") from any cause of action, suits, claims or demands whatsoever, in law or in equity, known or unknown at this time, which plaintiffs and the settlement class have or ever had against the Releasees, or any of

them, under any legal theory, whether or not alleged arising out of the allegations in or subject matter of the Consolidated Complaint.

- (b) Each class member not opting out releases and discharges the Releasees of and from all causes of actions, suits, claims and demands, relating to the allegations in or subject matter of the Consolidated Complaint.

6. The Court finds the Settlement Agreement fair and made in good faith.

7. The Court holds that this Judgment bars the claims of Plaintiffs and the class against Defendants and the Released Parties.

8. Within thirty-five (35) days of this Order, Defendant shall file a notice ("Notice of Compliance") that it has complied with the terms of the Agreement and all class members have been issued either checks or credits.

9. The dismissal of this action will be converted to a dismissal with prejudice ten (10) days after the Notice of Compliance has been filed, absent a timely motion by Plaintiffs or Defendants.

ENTERED:

Wm. J. Hibbler

The Honorable William J. Hibbler

DATE:

8/25/08